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IT'S GOTTA BE
A BIG ONE FOR ME

MEL ROSE
BRING THAT HERE
SO I CAN SUCK IT

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MADISON**
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ANGEL
I LIKE TO TREAT
MY MAN RIGHT

PARADISE
I CAN'T BELIEVE
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BLACK BOOTY

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STOP STARING

And go get your checkbook and subscribe. I have a BMW, rent to pay, need another three pairs of Louboutin shoes, and a father with a bad gambling habit, so I have to pose naked in this magazine just so you can get your rocks off looking at my delicious ass.

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BLACK BOOTY





STACIE LANE GOTTA FUCK THIS BABE

I mean, just look at me. Am I not mouth-watering? Full of fun and ready for cock. I've always wanted to fuck in front of a camera, so when I got the chance, I jumped on it. And I loved it. What girl wouldn't want to fuck a big cock? Who wouldn't want to feel a big one in their mouth and suck it off? I would!



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Oh yeah, now isn't this nice. Wouldn't you love to see my brown ass in front of you so you can fuck me from behind and spray YOUR man-juice on it? Then I'd take your cock in my mouth and lick it clean. Then I'd hope you could do it again. I'd sure like that.

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ALANA & MADISON LADIES IN LUST

Being in Palm Springs can get awfully hot. I'm Alana and I'm waiting for my girlfriend, Maddie, to come over so we can cool off... She's takes off my dress and pulls my panties aside to lick my pussy. She's a great cunt-queen, so she knows just what I like because we've been doing this for years. Her pussy tastes real sweet, too. When she knows that I'm coming over, I know she scents up special just for us because she knows we'll be licking and sucking for hours. And Jimmy's here to take some pictures of us.

YES, I'M HOT.

I'm also sassy,
a sweetheart,
opinionated,
a bitch,
your lover,
and your
very worst
nightmare.
I'm your
ex.....
asshole.



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A photograph of two women in a sexual pose. One woman is on top, wearing a black strapless top and black pants, with her eyes closed. The other woman is bottom, wearing a black top and red lingerie, with her mouth open and hands on the top woman's back. A large, realistic-looking pink phallic toy is being used. The background is a plain, light-colored wall.

I just love all these toys Maddie brought. I don't recognize a couple of them, but they sure do work good. I especially like this big, bad brown one that I can shove into her pussy. She got the new ones just for us. When she saw them, she said she was thinking of us, that we would really like these. She'd like fucking me with them and I know I want to fuck her with them, too.

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FANTASIES FOR SALE

I used to be a shy and innocent girl who didn't even know the facts of life. I got over that pretty quickly and now I'm all about the fucks of life.

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One day I'm sitting at home updating my Facebook page and the next I'm fucking a huge dick! I just felt I had to do it. The opportunity presented itself when Byron called me and asked what I was doing today. It didn't take much convincing to get together and have ourselves a fun booty call.

MELROSE HAS A LONG DAY





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I know he's been with a lot of girls, but that doesn't really matter, today is our day and I look forward to it. He's a great guy and I just love the feel of his cock. It's long and gets really hard. It fits my mouth nicely, even though I can't take it all; but more importantly, it fits my pussy and I can take it all there. Sometimes, it goes in too deep, but that's okay. The pleasure is immeasurable and the ecstasy is superb. Mmmm, yes, it is.

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BLACK BOOTY

NEVER TOO HOT TO FUCK

It's fucking hot this summer in Atlanta. Twelve days above ninety degrees and I haven't worn a shirt or pants the entire time. The pool at my complex was overcrowded day and night. There was some fine stuff hanging out there, but it was just too damn hot to go after any of them, so I kept to myself and tried to stay cool. My name's Derek and I'm twenty-three and just finished college at Georgia Tech with an engineering degree. One day I look out at the scene by the pool and notice a girl names Zoe there. My sister told me she was up here visiting her from Miami for a few days, and while she was at work, Zoe would just hang out. I didn't think much of it when she told me a couple days ago, but seeing her in a small red bikini was something different. They worked together a few years ago here in the ATL. She has that cute southern drawl on top of it all. Zoe's probably twenty-four and as pretty as they come, and she knew it, too.

There were a couple guys buzzing around her, probably trying to get at her, so I decided she might need a knight in shining armor, or at least in my case, in sweaty skin. I put on my best board shorts, grabbed sun cream and a couple sodas and headed for the pool. When I got there, I walked around looking for a sun chair until I just so happened to end up near her. I looked over and said "Zoe?" real loud so she would hear me above the guys. She looked around one and saw me. "Hey Derek." she semi-shouted back. I held out a drink can, beckoning her to get up and away from those two male leeches. Thankfully she

did. "I love your bikini, girl." stumbled out of my mouth because what I really wanted to say was 'I'd really like to see you naked.' She took hold of my elbow and pulled me away from the scene there. We walked around the pool and found a single sun chair, that she sat in and I got a butt cheek on the lower

on the patio at ten in the morning trying to get a little cool in before it cranks up. From a few balconies over I hear "Heeeeeyyy Derek." Without getting up, I sing back "Heeeeey Zoe." "I'm coming over?"

I get up and go unlock my door. A moment later I hear her enter and finds her way to my patio. She opens the screen door and asks what I'm doing. "Just trying to stay cool." I say. She saunters up to me, and I see her in a hot pink bikini that ties in the back



corner. We would kinda flirt, but it was nothing serious. The day got on and she told me my sister was coming home early so they could go girlie shopping. I said that was cool, and she asked if maybe she could stop by my apartment tomorrow after my sister went to work. I said that would be great. She didn't say why and I didn't ask.

Today is Wednesday, another hot humid day with no relief in sight. I'm sitting

Jenna has to be one of the finest black women that have ever walked this planet. Thank you for putting her on the cover of Black Booty. And an even bigger thank you for putting her on the inside. Her nakedness is something to behold.

—Chilly, St. Paul

and the bottom ties on the side. She looked fuckin' hot. No, shit.

"I'm gonna jump in. Wanna come?" 'Hell yeah,' I thought to myself but just said "Sure." "Come on. I see you're already in your trunks." she said. Then she grabs my hand, pulled be out of my chair, and we headed for the pool. I followed behind her, my eyes on that bouncing ass.

There were only a couple other people there at this time so we more or less

REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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had the pool to ourselves. I was ready to dive in, but waited. I wasn't going in unless she went in first. She stopped by the edge of the pool and told me to dive in first. I did, swam around a little bit and came back up a few feet from her and swam back around to the shallow end of the pool. I started to climb up the steps out of the pool and I saw her eyes go wide. "Uh...Derek..." she said giggling and pointed at my trunks. They had slipped down and I hadn't noticed, but she did. Her eyes glued to my stuff down below. Now

I realized it and swung around, allowing her to see my nice firm ass while I quickly pulled my trunks back up. I apologized. She smiled as she said "No problem."

We just stared at each other for a moment, then she said "You won't mind if I take my top off, will you?" "No." was all I could muster. We both swam around, splashed, flirted and talked while we did. An hour or so later we started feeling a little water-logged so she suggested we go inside and get cooled off. I agreed and we jumped out of the pool, toweling off before going in. I held the door for her and we headed into the kitchen.

I got a couple beers out of the fridge and turn to hand one to her. She was standing next to the island. "I gotta get out of this wet bottom." she said. She pushed them down. Her moist pussy looked totally awesome. Clean

shaven with her pussy lips pursed tightly together. Before I could even get a dirty thought into my mind I heard her say, "You should get out of those wet shorts, too." I put down my brew and pulled my trunks down, letting them fall to a wet lump at my feet. She put both hands on the island top and jumped up a little, firmly planting her butt on the top. "My pussy's hot." she said. I couldn't believe it as she took the beer can and put it between her legs to "cool" it off.

"Don't just stand there, get your mouth down here." she said as she took the can away and opened her legs just a bit more invitingly for me. I lean in and put my tongue inside the coolness of her pussy. I heard her moaning as her body shifted numerous times, each time causing her to come closer and closer to orgasm. I licked and licked. Deeper and deeper, all around her sweet smelling pussy my tongue dug

in. She cried out some more as I did it. This was awesome, I thought. She was spectacular, to say the very least.

I licked more and more as my tongue lapped at the soft insides of her pussy. I really went at it, licking and licking, digging and digging, and tasting what had to be best looking and tasting pussy I had ever eaten. She clenched her legs around my head as she came in waves of hip bucking and pelvis thrusting. I grabbed the sides of her hips so I wouldn't get thrown off. She subsided and

eventually relaxed her grip on me and I stood up fully.

"Your cock ready for me right now." she said. And before I could answer, she slinked off the counter top and onto her knees right in front of me. She grabbed my cock and started to lick it, slowly to begin with, before letting out a soft moan and opening her mouth wide and taking its full length into her mouth. I closed my eyes and stroked her hair, wallowing in the excitement of being given a blow job by a gorgeous woman. I was so into my pleasure that when I opened my eyes I noticed that she was playing with herself as she sucked me.

Seeing this just turned me on further. My cock disappeared totally into her mouth and I felt her rubbing her nose on my pubes as her tongue worked the bottom of my shaft from underneath. Then she pushed my cock against my

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belly and sucked one of my balls into her mouth. She rolled it around and then took the other one in, too, as her hand stroked up and down the long hard shaft.

Reluctantly, I pulled her up, planting a big kiss on her lips before turning her around and bending her down to rest her chest on the island. I steered my cock towards her pussy, rubbing it around the moist edges for a few seconds as she let out another soft moan. She then reached back and grasped her buttocks, opening her wet hole wide for me. I thrust my full length deep inside her. It felt so good, I nearly exploded on the spot but I managed to regain my composure and with my hands firmly holding her hips, began to fuck her, first with long slow movements and then faster, shorter strokes. I could feel the blood swelling and pulsing in my cock.

I felt her body begin to shake and by now I too was bursting to cum and quickly pulled her around. She dropped to her knees and opened her mouth wide as I shot my load as she greedily gulped my warm cum down her throat. She looked up at me and licked all around her lips in a purposeful sexy, 'Yuum.' Then she stood up and took a swig of the beer to wash it all down.

We stood there looking at each other and she said "Wanna go for a swim?"

– Derek, here in the ATL



NOT THE BEST FUCK

There are a lot of women who, when you talk to them at clubs or with a few drinks in them, will boast at how good they are at sex. They're the ones who'll say things like: 'Yeah, I'll do anything once.' or 'We fucked for six straight.' Typically, they're the type that are just blowing smoke up your ass.

But there was this one girl I had met who said she was married but apparently not getting enough from her man. I initially found her interesting. That is, until she attempted to get with me. She would send me texts like 'I'll be the best fuck you'll ever have,' and 'No one can fuck you like I can,' and the ever popular, 'I give the best blow jobs on the planet.'

Well, I decided to see if her bragging was true. No, it wasn't. It was sloppy and awkward. It's like when you take

two magnets and point the same poles towards each other. We just didn't connect but horn dog that I am we did it. Kissing her was like trying to stick my tongue in a bathtub. Some people fake orgasms on purpose and some do it out of habit. She moaned during sex making the fakest sex sounds possible. She shrieked, called me daddy, and probably woke up the entire fucking neighborhood with her booming yells of fake sexual pleasure.

I look down and see that my poor cock had shriveled from the lack of chemis-

try with this chick so I threw in the towel early. I laid down defeated and supremely limped out. Then, she asks me in this super whiny voice, "I wanna suck your cock?" I sighed again and thought we all know how this is going to end. "Sure," I said, "Go for it." She did. It was okay but there was way too much spit all over the place. But to get to that point was so excruciating painful mentally. They say there's no such thing as a bad pizza and no such thing as bad sex. I think they're wrong.

– Giorgio, New Mexico

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Personally, I don't think fishnet stockings ever went out of fashion. I have

six sets, one in every color of the rainbow, and black.

My favorite. I like the look of them and the guys I'm with seem to get turned on a little bit more than usual. They say 'sexy.'

They say, 'come fuck me.' They say, 'I'm gonna fuck you back.' I like what they say.

**SYDNEE
FILLS UP
HER ASS**





















Don't you think my stockings and garter belt perfectly frame my booty-ful ass with that huge cock firmly lodged deep into it. It makes a perfect target for you to aim your meat-missle and shoot into it. Then it will open up to receive it and tighten around it once it's inside. Then you'll finally pull out after we both cum and your seed will spill down my thighs – and onto my fishnets!

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UP YOUR GAME



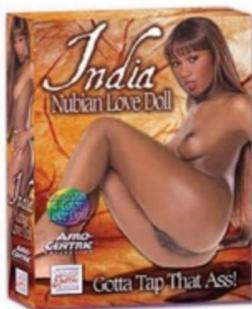
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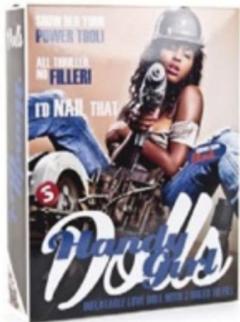
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FLAME & JORDAN RAIN
BODACIOUS BABES & BODACIOUS BOOTYS



No, we're not twins, but when we get together, we like to pretend we are. Why? Because that's such a huge turn on for guys. But if you look real close, you'll see the differences. We want you to look real close, so you cans see our pink pussies and tight asses. Then we want you to stick the hard cock into one of them. It doesn't matter which one, because you'll be wanting to do the other later. We know it.



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seduction is not such
an easy game

we were going to go shopping

Zahara was leaning back on the sofa, sipping her wine. She was wearing a deep blue shirt tied above her belly button and a black pencil skirt that hugged her every curve. Her top was spread open showing a black lace bra that pushed her boobs up and together, inviting every man's eyes to ogle them. Sitting on the other end of the sofa was, her BFF Sage, nursing her glass of wine. She was wearing as little as possible that showed as much as possible and yet still able to walk around the mall. That included a tight, deep red bodice that pushed her boobs up, seemingly under her chin, and short black spandex booty pants.

They both wore their hair long, Sage's having a little kink to it. They liked to paint their lips blood red, and strangely it didn't look that bad. They liked to make guys think they were out looking for sex, when they were actually looking for reactions. Then they'd talk about the looks they got and relate it to their clothes. If they didn't get the looks, those outfits would end up in the closet.

As they talked about their day, the conversation turned to their boyfriends and what lingerie the guys liked. Zahara was getting damp as Sage was describing her little lacy numbers that turn on her man. Glancing towards Sage's boobs when she wasn't looking made Zahara even more wet. She stood up and grabbed



the wine bottle from the side table, filled her glass, and turned to refill Sage's. Sage raised the glass and Zahara couldn't help but look at how her breasts jiggled as she did. Zahara put the glass down on the coffee table this time and sat herself closer to Sage. How could she tell Sage that she was thinking of a way to have her, to kiss her and to taste her.

They continued to talk for awhile longer, all the time Zahara refilling Sage's glass as she sipped. As the alcohol flowed the conversation became naughtier. Sage confessed that she'd only slept with her boyfriend. She wanted to be with other guys, and she liked the attentions she would get as they went out. Zahara's mind grabbed at the opportunity to ask if she'd ever been with a girl.

Zahara's got her answer. 'No. I like guys.'

Zahara pressed asking Sage if she ever thought about it; if she liked the smell of women; if she thought another girl would make love to her better than a man? Sage got a blank look on her face like these were the questions of life. She repeated, "No, I like guys." as Zahara poured her eyes over the sexy little thing in front of her. Sage's answer didn't seem so firm this time. A glint of hope, thought Zahara as she mentally glimpsed others she had seen and bedded, making herself hornier and wetter.

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(It seemed as if she had done this before, or was it something that just comes naturally as two women get together.)

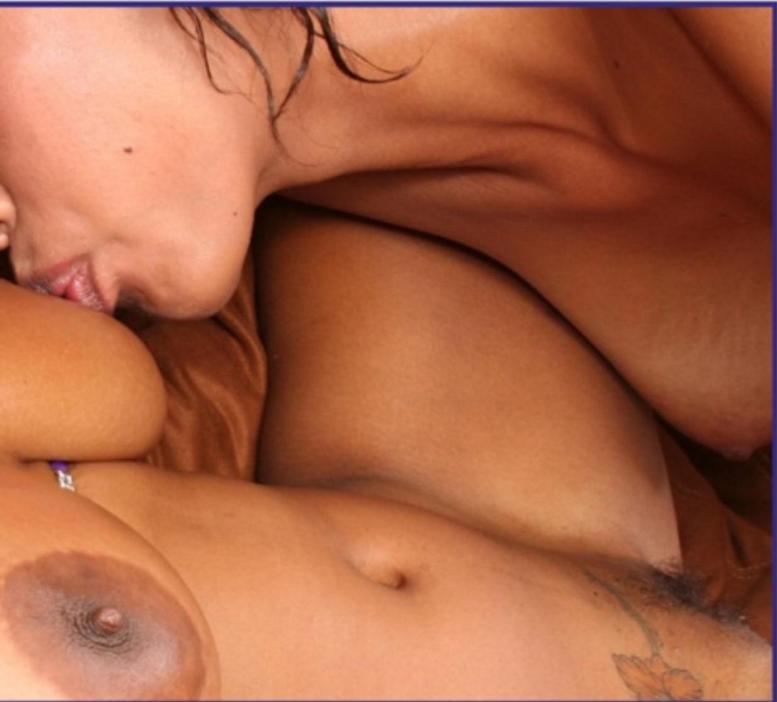
pussy. Zahara licked and sucked it making her moan and groan, hips bucking more and more, trying to get as much of Zahara's tongue as she could deeper into her wet pussy. Sage's legs clamped around Zahara's head as the first wave of her orgasm hit. She pushed Zahara closer to pussy as more waved over her body. Zahara held her still as she licked as much of Sage's juices as she could. When Sage stopped convulsing, Zahara inserted a couple fingers in it and let Sage ride them as the climax subsided. Zahara gave her a deep wet kiss, letting her taste her own pussy juice.

Zahara got up, dropping her remaining clothes including her push up bra making them stand out even

Sage tells Zahara to lay down on the sofa. She moves hers eyes down, taking in the sight of this extremely hot and very horny girlfriend in front of her. She focuses on the wet pussy under her, climbing on the sofa until hot breath was on Zahara's skin. Her pussy was shaved bare. Sage breathed in the sweet aroma of the pussy, enjoying Zahara's smell. Then she spread Zahara's legs wider, getting full access to the throbbing clit and wet puffy pussy lips. Sage dipped her head, getting her first taste of Zahara's juices, and she liked it. Zahara moaned loudly as Sage began licking and sucking in earnest, reaching up, and pinching and pulling Zahara's nipples. It seemed as if she had done this before, or was it something that just comes naturally as two women get together.

Zahara moaned deeper as Sage moved her mouth up to Zahara's clit sucking it in and biting it, flicking it with her tongue, and then inserting two fingers in to Zahara's pussy. Zahara shook as the first orgasm hit her, bucking her hips with each thrust of Sage's fingers, riding wave after wave of pleasure, head thrown back with her eyes closed as the orgasm flowed through her. Sage removed her fingers, licking all the juice off them, and then moved up and kissed Zahara, letting her taste all of her juice.

In a low, heavy voice, Zahara tells Sage how nice that was. Sage smiled as Zahara moved down and began to kiss her boobs. Zahara closed her eyes, and enjoyed the afterglow as she held Sage tightly while she started to nibble her nipples. They held each other for a few minutes, then Zahara says that still have some shopping to do. And go drive the guys crazy, laughs Sage. Quickly they get dressed, giggling as they do, and head out the door. At the mall, they put on a show, took names and numbers and even held hands in the food court. Looks like they were going to be very good friends.



more, and her panties which were soaked with her juices. Sage slowly moved a hand upwards towards Zahara's right breast as she slowly moved her lips closer to the left nipple. Zahara begins to moan as Sage sucks hard on her nipple, twisting the other in her fingers. Zahara put her hands on top of Sage's head, pulling it closer. Sage sucks more breast into her mouth and bites on her nipple, making Zahara moan more, moving one hand down to her own pussy, and inserting a finger as Sage moved to her other tit, licking the nipple and sucking it. Zahara groans and urges Sage to do more.

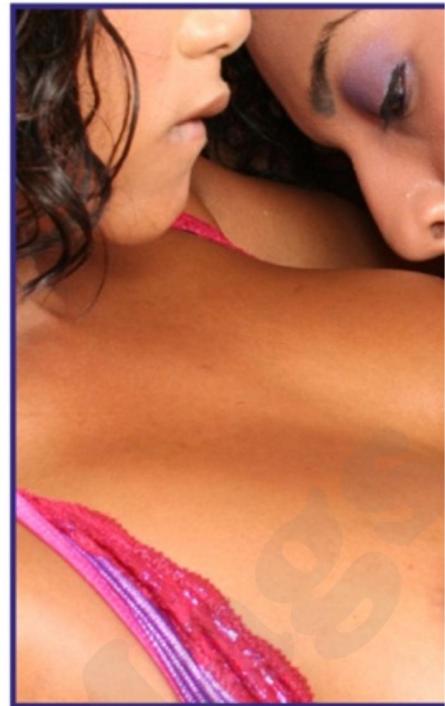
Suddenly, Sage mumbles, "You know, now that I think about it, there are a few girls that I've had some nasty, I mean naughty, thoughts about.." That little slip opened the door for Zahara. Sage blushed, now noticing this hot girl was and not caring, looking directly at Zahara's cleavage, wondering if her breasts felt as soft as they looked. Then she realized she was staring a bit longer then she should. Zahara smirked, seeing Sage looking at her breasts, thinking it wouldn't be long now and she'll be eating me out.

Zahara asked Sage if she like what she was looking at and she didn't mind her looking. Sage just brought the wine glass to her lips, avoiding an answer. Zahara pressed again in a low sexy voice, "Baby, I hope you like me enough to think I'd never do anything to make you uncomfortable. I think you may actually like kissing me." Sage looked up, shocked, and her thighs were getting hotter by the second under the black shorts. Trying to ease the tension, Zahara says she's always liked her friendship and for the last few months has wanted to get closer to her. She looked Sage directly in the eye and reaches out her hand to take Sage's. Sage doesn't back away. She moved closer and slowly Sage leaned in towards her. The two of them moving closer together until they could feel each other's hot breath, stopping a inch away from each other's lips.

Sage closed her eyes and with that Zahara pressed her lips to Sage's, softly at first hard and then a little harder. Sage felt Zahara slide her tongue across her lips. She parted them, letting Zahara enter her mouth. Zahara put her left hand behind Sage's head as she put her glass down with her right and then moved it right up to touch the flesh of Sage's breast. She was on fire, leaning forward to deepen their kiss. After a moment of tongues dueling in hot moist mouths, Sage lay back as Zahara moved over her, their legs intertwining as they pressed their bodies together,

grinding their hips on each other legs. Sage tilted her head back when Zahara started kissing her neck then she kissed Sage lower and lower.

Sage let Zahara take off her top and unhooked her bra on the front, exposing the most perfect set of breasts she'd ever seen. She then placed her mouth over the left one, slowly kissing it then licking it, then sucking it, producing a moan from Sage, raising her right hand to slowly tweak the right nipple before moving her mouth over to it, sucking it hard, then biting it, making Sage yelp then moan. Zahara's hands dropped to Sage's shorts, undoing them as Sage kicked off her shoes. Zahara pulled off her skirt, revealing black laced panties with a growing wet patch. Zahara kneeled on the floor in front of Sage spreading her legs, kissing the inside of her thigh, and moving further up until she was kissing each side of Sage's panty. Zahara slipped a finger inside the panty, slowly rubbing the clit and down the slit, feeling how wet Sage was. Zahara pulled it down and the side of her hand brushed her smooth hairless mound. She moved closer, smelling the excited girl, sticking her tongue out, tasting the juices as she slid it along Sage's pussy.



Zahara lapped at Sage's clit, her own pussy getting wetter and wetter as she was licking her friend. Sage grabbed Zahara's head, pulling it more deeply in to her

Zahara pressed her lips to Sage's, softly at first hard and then a little harder. Sage felt Zahara slide her tongue across her lips. She parted them, letting Zahara enter her mouth.



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**MY
MOUTH
AND
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